

LAWLER, METZGER & MILKMAN, LLC

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GIL STROBEL
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December 12, 2002

By Electronic Delivery

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, SW
Washington, D.C. 20554

**Re: Review of Section 251 Unbundling Obligations – CC Docket No. 01-338
Implementation of Local Competition Provisions – CC Docket No. 96-98
Deployment of Advanced Wireline Services – CC Docket No. 98-147**

Dear Ms. Dortch:

In accordance with the Order and Protective Order released by the Wireline Competition Bureau on March 27, 2002, 17 FCC Rcd 5852 (DA 02-723), counsel for WorldCom, Inc. ("Requesting Party") has made a request to inspect the confidential version of the material filed on December 9, 2002, on behalf of Birch Telecom, Inc. ("Submitting Party"), in the above-referenced proceedings.

Acknowledgment of Confidentiality declarations, as contained in Appendix B of the Protective Order, have been executed by Requesting Party's representatives and are enclosed. Copies are being concurrently served upon the Submitting Party through its outside counsel, Genevieve Morelli of Kelley Drye & Warren, LLP, by hand delivery. As is customary with electronic filings, PDF facsimiles of these Acknowledgments of Confidentiality are being submitted. The signed originals are being retained at our office.

Marlene H. Dortch
December 12, 2002
Page 2

If you have any questions, please do not hesitate to contact me.

Sincerely,

/s/ Gil Strobel
Gil Strobel

cc: Genevieve Morelli, Kelley Drye & Warren, LLP
Janice Myles, Competition Policy Division, Wireline Competition Bureau
Qualex International

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December 12, 2002

By Hand Delivery

Genevieve Morelli, Esq.
Kelley Drye & Warren, LLP
1200 19th Street, NW
Washington, DC 20036

**Re: Review of Section 251 Unbundling Obligations – CC Docket No. 01-338
Implementation of Local Competition Provisions – CC Docket No. 96-98
Deployment of Advanced Wireline Services – CC Docket No. 98-147**

Dear Ms. Morelli:

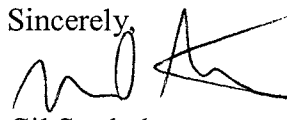
In accordance with the Order and Protective Order released by the Wireline Competition Bureau on March 27, 2002, 17 FCC Rcd 5852 (DA 02-723), counsel for WorldCom, Inc. ("Requesting Party") hereby requests to inspect the confidential version of the material filed on December 9, 2002, on behalf of Birch Telecom, in the above-referenced proceedings.

Acknowledgment of Confidentiality declarations, as contained in Appendix B of the Order, have been executed by Requesting Party's representatives and are being concurrently filed in the above-referenced docket. Copies of the Acknowledgments and cover letter are enclosed.

Kindly provide us with a complete set of the documents, at cost, pursuant to option (3) of paragraph 4 of the Order, at your earliest opportunity but no later than five business days after receipt of this request. If any of the documents are marked "Copying Prohibited," please let me know by contacting me at (202) 777-7700, and we can arrange to inspect those documents in your offices at a mutually agreeable time.

Please do not hesitate to call me if you have any questions.

Sincerely,



Gil Strobel

Enclosures

APPENDIX B

Acknowledgment of Confidentiality

CC Docket Nos. 01-338, 96-98, 98-147

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

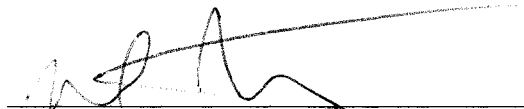
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 5 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 2 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 10 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at Washington, DC this 11 day of December, 2002.



Gil Strobel

Attorney

Lawler, Metzger & Milkman, LLC

2001 K Street NW, Suite 802

Washington, DC 20006

202-777-7700

APPENDIX B

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CC Docket Nos. 01-338, 96-98, 98-147

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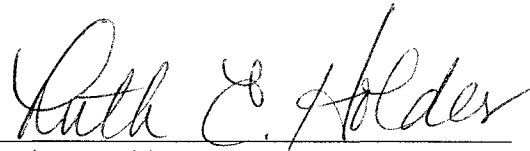
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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at Washington, DC this 11 day of December, 2002.



Ruth E. Holder
Legal Specialist
Lawler, Metzger & Milkman, LLC
2001 K Street NW, Suite 802
Washington, DC 20006
202-777-7700

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CC Docket Nos. 01-338, 96-98, 98-147

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Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 5 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at Washington, DC this 30th day of October, 2002.



A. Renée Callahan
Attorney
Lawler, Metzger & Milkman, LLC
2001 K Street NW, Suite 802
Washington, DC 20006
202-777-7700

APPENDIX B

Acknowledgment of Confidentiality

CC Docket Nos. 01-338, 96-98, 98-147

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 5 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at Washington, DC this 31st day of October, 2002.



Ruth Milkman
Attorney
Lawler, Metzger & Milkman, LLC
2001 K Street NW, Suite 802
Washington, DC 20006
202-777-7700

APPENDIX B

Acknowledgment of Confidentiality

CC Docket Nos. 01-338, 96-98, 98-147

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at Washington, DC this 1 day of November, 2002.



Kimberly Scardino
Senior Counsel
WorldCom, Inc.
1133 19th Street
Washington, DC 20036
202-736-6478